

BellSouth Telecommunications, Inc.
d/b/a AT&T South Carolina

*1600 Williams Street, Suite 5200
Columbia, South Carolina 29201*

May 6, 2008

Ms. Jocelyn Boyd, Deputy Clerk
Public Service Commission of SC
Post Office Drawer 11649
Columbia, South Carolina 29211

Re: Fifth Amendment to Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T South Carolina and Level 3 Communications, L.L.C. pursuant to Sections 251 and 252 of the Telecommunications Act of 1996
Arbitration Docket No. 2004-44-C
Original Interconnection Agreement Docket No. 98-153-C

Dear Ms Boyd:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, BellSouth Telecommunications, Inc., d/b/a AT&T South Carolina ("AT&T") and Level 3 Communications, LLC ("Level 3") submit to the South Carolina Public Service Commission the fifth amendment to their interconnection agreement for, among other things, the interconnection of their networks, the unbundling of specific network elements and the resale of AT&T's telecommunications services. The agreement was negotiated pursuant to Sections 251 and 252 of the Act and also may contain terms and conditions for products and services voluntarily agreed to by the parties outside the scope of Sections 251 and 252 of the Act.

Pursuant to Section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between AT&T and Level 3 within 90 days of its submission. The Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties represent that neither of these reasons exists as to the agreement they have negotiated and that the Commission should approve their agreement. The effective date of this amendment is April 23, 2008, and it expires on February 26, 2010.

As a courtesy, a copy of this amendment is being provided to the Office of Regulatory Staff.

Very truly yours,



Charles L. Addis
cc : James E. McDaniel
Faye A. Flowers